Permit #F00025972-B

FilmL.A., Inc.
1201 W. 5th Street, Suite T-800
Los Angeles, CA 90017
t: (213)977-8600 - f: (213)977-8601
www.filmla.com

Summary Information

Permit No: F00025972-B **Type of Permit:** FILMING **Release Date:** 05/07/2010

Production Company DW STUDIOS PRODUCTIONS LLC
TRANSFORMERS 3

Insured Company Name PARAMOUNT PICTURES CORPORATION
FEATURES

Contact Phone No. 1 310-862-5010
Contact Phone No. 2
Fax 310-862-5011
Address 5600 CAMPUS CENTER DRIVE,
BUNGALOW 4
PLAYA VISTA, California 90094

Production Title E73

Type of Production Feature

Producer Ian Bryce

Director Michael Bay

1st AD N/A N/A

Production Manager Allegra Clegg

FilmL.A. Coordinator Jodi Strong

Location Manager JJ Hook
Primary Phone Office - 310-862-5005
Secondary Phone Mobile - 310-948-8691

Location Assistant Mandi Dillin
Primary Phone Office - 310-862-5005
Secondary Phone Mobile - 213-820-1978

Fees

Posting 300	$260.00
Posting 900	$234.00
Notification Charge	$540.00
LA CITY LANE AND STREET CLOSURE FEE	$312.00
FILMLA FILM PERMIT RIDER FEE	$100.00
LA CITY FIRE SAFETY OFFICER	$1,088.00
FILMLA MONITOR FEES	$240.00
FILMLA MONITOR FEES OVERTIME	$180.00
FILMLA MONITOR FEES - DOUBLE TIME	$300.00

Total Permit Fee $3,254.00

Number of Locations 2

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Summary Information

Location

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Insured Company PARAMOUNT PICTURES CORPORATION...
Production Title E73

Location Manager JJ Hook
Primary Phone Office - 310-862-5005
Secondary Phone Mobile - 310-948-8691

Location Address 6300 Orion Ave, Los Angeles, CA, 91411

Location Names

Location Type Private Residence

Location Description

Prep Dates 5/7/2010 - 5/7/2010 07:00 - 22:00

Film Dates 5/10/2010 - 5/10/2010 06:00 - 22:00

Strike Dates 5/11/2010 - 5/11/2010 07:00 - 22:00

Open or Closed to the Public Closed

Generic Conditions
Community Survey Obtained
Must comply with attached conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.
Notify LAPD Van Nuys Division (818) 374-1999 and comm. (213) 978-6552 1/2 hour prior to any gunfire for special effects.
Number of uniformed officers listed on the permit is a minimum requirement. Permittee remains responsible for deploying a sufficient number of uniformed officers to provide traffic and crowd control to ensure the safety of the film crew and the public.
Uniformed officers shall have a copy of the film permit in their possession and are required to confirm that all traffic control signage devices are in place.

Please see attached document Orion AV March 2010.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	1
Generator	1
Honey Wagons	1
Motor Homes	4
Portable restrooms	1
Semi Trucks	6
Stakebed Trucks	5
Vans	4

Personnel on Location

Type	Quantity
Cast	3
Crew	60
LA City UFSO assigned	25468
Off-Duty/Retired LAPD Officer(s)	2

Filming Activities Atmospheric Smoke Effects; Brandishing weapons; Equipment on property; Equipment on sidewalk & street; Exterior Dialogue; Exterior establishing shots; Interior Dialogue; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Wind effects;

Special Effects: F/X Permit # 14354

Type	No. Times Per Day	No. Takes Per Take
Breaking Glass	15 - 20	6 - 10
Bullet hits on body	15 - 20	10 - 15
Bullet hits on things	15 - 20	10 - 15
Smoke effects	15 - 20	6 - 10

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Summary Information — Location

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Insured Company PARAMOUNT PICTURES CORPORATION...
Production Title E73

Location Manager JJ Hook
Primary Phone Office - 310-862-5005
Secondary Phone Mobile - 310-948-8691

Sparks	15 - 20	10 - 15
Squibs	15 - 20	10 - 15

Description of F/X Scene: Assassination of two people by robot (robot will not be present at filming) - bullet hits on body and living room wall, sparks on living room wall, smoke effects in living room and master bedroom, bullet hits on body in master bedroom

Jurisdiction **Political:** Los Angeles City - Council District 06 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note FILMLA MONITOR REQUIRED 0500-2200 HRS...

Coordinator Note RIDER B RELEASES LOCATION

Parking
Base Camp
Location Type : Private Parking Lot
Street : 15432 W Erwin St, Van Nuys, CA

Crew Parking
Location Type : Private Parking Lot
Street : 15432 W Erwin St, Van Nuys, CA

Posting "No Parking" signs E/S Orion Ave in front of 6238 - 6232 Orion Av (Approximately 130 ft)

Approximate Footage 0 - 300 **Log Number** 10-12419

Date(s) 5/9/2010 to 5/9/2010 **Time(s)** 18:00 to 06:00

Posting "No Parking" signs E/S Orion Ave in front of 6238 - 6232 Orion AV (Approximately 130 ft) -

Approximate Footage 0 - 300 **Log Number** 10-12420

Date(s) 5/10/2010 to 5/10/2010 **Time(s)** 06:00 to 22:00

Posting "No Parking" signs W/S Orion Ave in front of 6309 - 6247 Orion AV (Approximately 280 ft)

Approximate Footage 0 - 300 **Log Number** 10-12419

Date(s) 5/9/2010 to 5/9/2010 **Time(s)** 18:00 to 06:00

Posting "No Parking" signs W/S Orion Ave in front of 6309 - 6247 Orion Av (approximately 280 ft)

Approximate Footage 0 - 300 **Log Number** 10-12420

Date(s) 5/10/2010 to 5/10/2010 **Time(s)** 06:00 to 22:00

Posting "No Parking" signs E/S Orion Ave in front of 6308 - 6248 Orion Av (Approximately 270 Ft)

Approximate Footage 0 - 300 **Log Number** 10-12421

Date(s) 5/7/2010 to 5/7/2010 **Time(s)** 07:00 to 22:00

Posting "No Parking" signs E/S Orion Ave in front of 6308 - 6248 Orion Av (Approximately 270 ft)

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Summary Information — Location

Permit Number	F00025972-B	**Location Manager**	JJ Hook
Production Company	DW STUDIOS PRODUCTIONS LLC TRA...	Primary Phone	Office - 310-862-5005
Insured Company	PARAMOUNT PICTURES CORPORATION...	Secondary Phone	Mobile - 310-948-8691
Production Title	E73		

Approximate Footage	0 - 300	**Log Number**	10-12419
Date(s)	5/9/2010 to 5/9/2010	**Time(s)**	18:00 to 06:00
Posting "No Parking" signs	E/S Orion Ave in front of 6308 - 6248 Orion Av (Approximately 270 ft)		
Approximate Footage	0 - 300	**Log Number**	10-12422
Date(s)	5/10/2010 to 5/11/2010	**Time(s)**	00:00 to 00:00
Posting "No Parking" signs	S/S Erwin ST, Orion Av - Langdon AV		
Approximate Footage	0 - 300	**Log Number**	
Date(s)	5/10/2010 to 5/10/2010	**Time(s)**	06:00 to 22:00
Posting "No Parking" signs	E/S Orion AV, 6332 Orion - 6316 Orion (approximately 220 FT)		
Approximate Footage	0 - 300	**Log Number**	10-14479
Date(s)	5/10/2010 to 5/10/2010	**Time(s)**	06:00 to 22:00

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Summary Information — Location

Permit Number	F00025972-B	**Location Manager**	JJ Hook
Production Company	DW STUDIOS PRODUCTIONS LLC TRA...	Primary Phone	Office - 310-862-5005
Insured Company	PARAMOUNT PICTURES CORPORATION...	Secondary Phone	Mobile - 310-948-8691
Production Title	E73		

Location Address 923 E 3rd St, Los Angeles, CA, 90013

Location Names

Location Type Warehouse

Location Description LOFT/WAREHOUSE/RESTAURANT

Prep Dates 5/7/2010 - 5/10/2010 07:00 - 20:00

Film Dates 5/10/2010 - 5/10/2010 05:00 - 22:00

Strike Dates 5/11/2010 - 5/11/2010 07:00 - 20:00

Hold Dates 5/8/2010 - 5/10/2010 00:00 - 00:00

Open or Closed to the Public Open

Generic Conditions
Community Survey Obtained
Must comply with attached conditions
Must maintain local/emergency access
No Cast and Crew parking on areas streets.
Number of uniformed officers listed on the permit is a minimum requirement. Permittee remains responsible for deploying a sufficient number of uniformed officers to provide traffic and crowd control to ensure the safety of the film crew and the public.
Uniformed officers shall have a copy of the film permit in their possession and are required to confirm that all traffic control signage devices are in place.

Please see attached documents
mutcd complete closure on 3rd st between garey st and santa fe ave.pdf
Arts District Guidelines Revised April 29 2009.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	5
Cast/Crew vehicles	100
Condors	2
Cranes	2
Generator	2
Motor Homes	4
Picture vehicles	25
Portable restrooms	2
Semi Trucks	6
Stakebed Trucks	5
Vans	5

Personnel on Location

Type	Quantity
Cast	5
Crew	75
Extras	15
Off-Duty/Retired LAPD Officer(s)	4
Spot Check	1

Filming Activities Drive ups & away; Equipment on property; Equipment on sidewalk & street; Exterior Dialogue; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Stunt: Car Flip in street. ;

Special Effects: F/X Permit # 14473

Type	No. Times Per Day	No. Takes Per Take
Sparks	10 - 15	10 - 15

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Summary Information — Location

Permit Number	F00025972-B	**Location Manager**	JJ Hook
Production Company	DW STUDIOS PRODUCTIONS LLC TRA...	Primary Phone	Office - 310-862-5005
Insured Company	PARAMOUNT PICTURES CORPORATION...	Secondary Phone	Mobile - 310-948-8691
Production Title	E73		

Description of F/X Scene: The consist of a car being flipped and rolled down the driveway of 923 E 3rd Street. Car flipping device, car attached to cables with pulling device for car roll.

Jurisdiction **Political:** Los Angeles City - Council District 14 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note RIDER B RELEASES LOCATION

Coordinator Note SPOT CHECK FOR F/X OK'D PER INSP HOUSTON

Parking

Base Camp
Location Type : Private Parking Lot
Street : 723 East 2nd St

Crew Parking
Location Type : Private Parking Lot
Street : 950 East 3rd St

Posting "No Parking" signs B/S of 3rd St between Gary St. - Santa Fe Ave

Approximate Footage 601 - 900 **Log Number** 10-13944

Date(s) 5/10/2010 to 5/10/2010 **Time(s)** 00:00 to 00:00

Posting "No Parking" signs E/S of Garey St. between 3rd St. - 1st St

Approximate Footage 601 - 900 **Log Number** 10-13944

Date(s) 5/10/2010 to 5/10/2010 **Time(s)** 00:00 to 00:00

Posting "No Parking" signs N/S of 2nd St. between Garey St.- Vignes St

Approximate Footage 601 - 900 **Log Number** 10-13944

Date(s) 5/10/2010 to 5/10/2010 **Time(s)** 00:00 to 18:00

Posting "No Parking" signs S/S of 2nd St 75ft west of Vignes St

Approximate Footage 0 - 300 **Log Number** 10-13944

Date(s) 5/10/2010 to 5/10/2010 **Time(s)** 00:00 to 00:00

Lane / Full Closure 3rd St. between Garey St. & Santa Fe Ave

Approximate Footage 0 - 300

Date(s) 5/10/2010 to 5/10/2010 **Time(s)** 05:00 to 22:00

Lane / Full Closure Closure (local access only) 3rd St. between Hewitt St. & Garey St.

Approximate Footage 0 - 300

Date(s) 5/10/2010 to 5/10/2010 **Time(s)** 05:00 to 20:00

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SPECIAL FILMING CONDITIONS
6200 & 6300 BLOCKS OF ORION AVENUE

The Special Filming Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this area is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit (or permits) will be issued for this area. The decision whether or not a particular permit (or permits) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A., Inc.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

Orion Avenue is an often-filmed block in Van Nuys with quaint cottage style homes. The following Special Filming Conditions have been crafted to provide a balanced use of the community for location filming.

- **Frequency of filming shall be limited to 14 days per calendar year at any one residence.**
- **Affected residents must be notified at least two (2) days In advance of the first day of filming or the first day of any substantial set preparation.** *Permit requests must be submitted to FilmL.A. at least three (3) days in advance.*
- **Companies may request posting on one side of Orion Avenue only for a total of 400'. Posting on Erwin Street will be limited to the south side of the street starting 200' east of Orion Avenue.**
- **No weekend or holiday filming unless approved by FilmL.A.**
- **Filming will be limited to only one production company per day on Orion Avenue.**
- **Trash and refuse must be removed from the area immediately after filming activities are completed.**
- **Production companies may not arrive in the area prior to 7:00 a.m. and must depart no later than 10:00 p.m.,** unless approval is obtained from FilmL.A. and the approved times are indicated on the permit.
- **Cast and crew may not park on area streets.** Off-street parking must be provided.
- **A FilmL.A. Monitor will be assigned to encourage compliance with the permit and conditions.** The Monitor will generally arrive at the designated location 1 hour prior to the permit start time to note proper arrival time and remain with the production company during all filming-related activities and ensure proper departure time.

Note: Any variance from the above conditions requires signature approval from a majority of residents on the 6200 & 6300 blocks. Signatures must be obtained in accordance with the approved FilmL.A. Filming Survey process.

FilmL.A., Inc. NOT A PERMIT

COMPLETE CLOSURE ON 3RD STREET BETWEEN GAREY ST AND SANTA FE AVE

MONDAY
5/10/10
5AM TO 10PM

DATE:	4/23/10 TIME: 8AM
TO:	PERMITS FROM: RANDY
PERMIT#	PER FILM OFFICE
COORDINATOR:	PER FILM OFFICE
PRODUCTION CO:	TRANSFORMERS 3
LOCATION MANAGER:	MANNY PADILLA
PHONE #	760-403-8774

Notes:

1. This closure will be in effect the hours of
2. Contractor will follow MUTCD specifications.
3. Police will direct traffic if necessary.
4. 28" cones with reflective sleeves will be used for night time closures.
5. Advance warning signs will have reflective sheeting for night time closures.
6. All buses will be notified and detoured if necessary.
7. Any questions call Film office.
8. No obstruction of any mid block pedestrian signals.
9. No interference with crosswalks.

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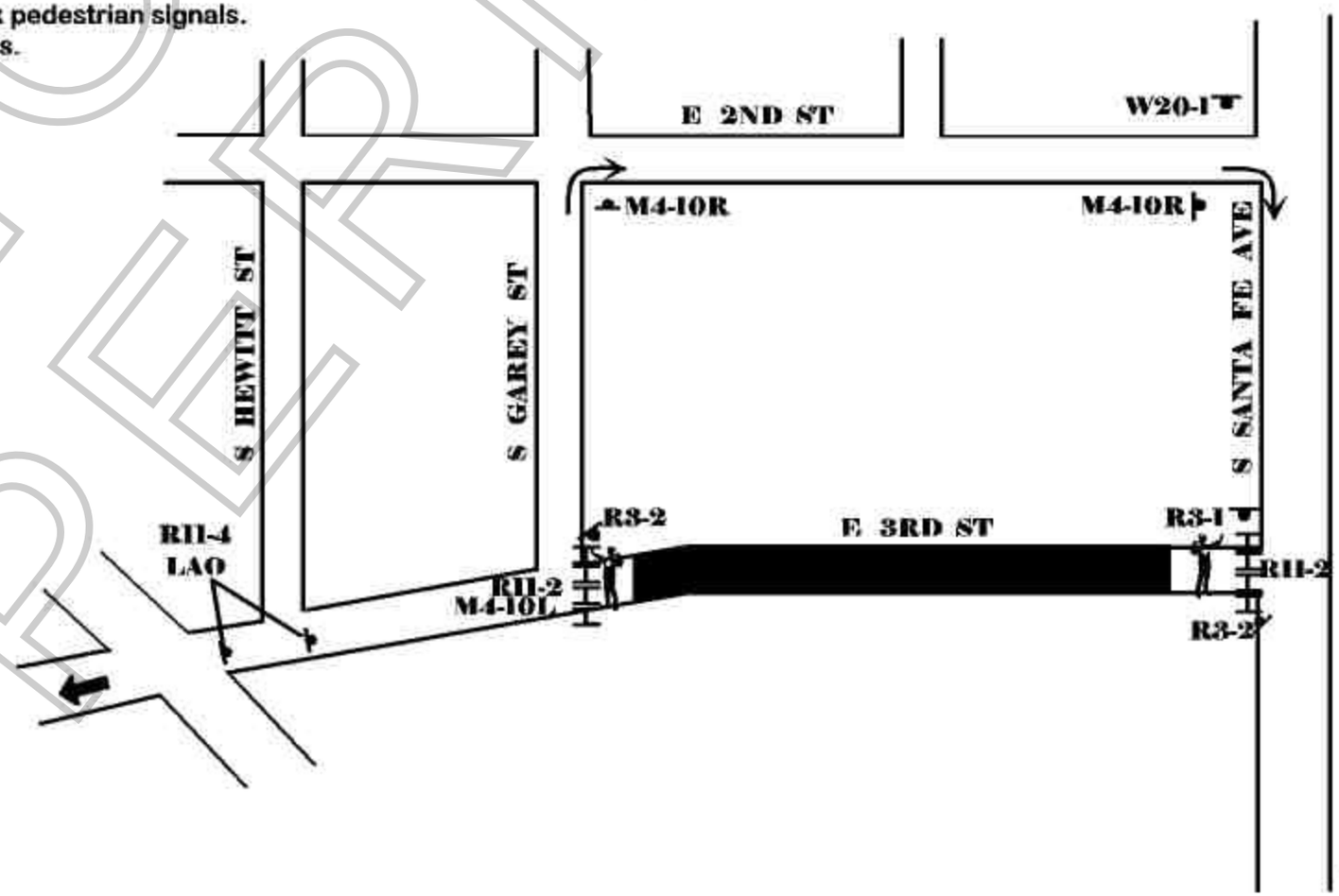

MUTCD CODE

- Barricade
- Cone
- Police Officer / Sheriff / Highway Patrol
- Work Area
- Flashing Arrow Sign

W20-1 Road Work Ahead
W20-3 Road Closed Ahead
W20-2 Detour Ahead
W20-5R Right Lane Closed Ahead
W20-5L Left Lane Closed Ahead
W20-3R Ramp Closed Ahead
W1-6R Right-Direction Large Arrow
W1-6L Left-Direction Large Arrow
W1-7 Two-Direction Large Arrow
W3-4 Be Prepared To Stop
W6-3 Two-Way Traffic
R11-2 Road Closed
R11-4 Road Closed To Thru Traffic
LAO Local Access Only
R3-1 No Right Turn
R3-2 No Left Turn
R4-7A Keep Right
R3-7R Right Lane Must Turn Right
R3-7L Left Lane Must Turn Left
M4-10R Detour With Right Arrow
M4-10L Detour With Left Arrow
M4-10S Detour With Straight Arrow
C30 Lane Closed
C9A Flag Man Ahead

TG 634/H-4

ITC BARRICADES, INC.
714-892-5858

TRAFFIC CIRCULATION PLAN

CA LIC 802571

SPECIAL FILMING CONDITIONS
THE ARTS DISTRICT

The Special Film Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this are is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit(s) will be issued for this area. The decision whether or not a particular permit(s) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

This is a mixed-use area that includes manufacturing facilities, warehouses, artists/artisans and residents. These Special Conditions apply to the area roughly between 1st Street and 7th Street and between Alameda Avenue and the LA River. Within the past ten years, this area has experienced an influx of permanent residents into what was predominantly a light to heavy manufacturing zone for over 75 years.

The motion picture industry has amicably co-existed with the businesses and residents of this area for decades and desires to continue to do so. These Conditions are designed to promote cooperation between film companies, local businesses and residents so that each group can effectively utilize this diverse area. Violation of any of the conditions as outlined below may result in permit revocation or other administrative action.

- Affected residents/merchants and businesses must be notified at least two days in advance of the first day of filming or the first day of any substantial set preparation for productions that:
  - Request parking restrictions on the following public streets: Traction Avenue, East 2nd Street (except Alameda Street to Garey Street), East 3rd Street, Vignes Street, Molino Street (Palmetto Street to 4th Street only)
  - Request a street closure
  - Involve any special effects, gunfire, audible playback, helicopter activity, or other disruptive activities
  - FilmL.A. or the production company shall consult a designated community representative when an applicant requests a permit with less than two days notice under the above circumstances
- Posting on more than one side of Traction Avenue, East 2nd Street (except Alameda to Garey), East 3rd Street (except Vignes to Santa Fe), Vignes Street, Molino from 4th Street to Palmetto, Hewitt from Palmetto to 4th Street, 4t Street from Colyton to Molino requires a notification to a designated person in the building where alternate parking is not provided. Posting on both sides of the above streets is allowed without signatures on Sundays.
- When "No Parking" signs are posted on both sides of Hewitt between 4th Street and Traction Avenue, Art Share (213-687-4278) and Bedlam (213-909-1512) must be notified.
- Posting for equipment and/or picture, other than the streets listed above, will be reviewed on a street by street basis and may not exceed 450 linear feet. Additional posting may be granted if there is a majority of support from affected residents/businesses/merchants, and indicated on the permit. After filming is completed, companies are requested, as a courtesy (only LADOT is to touch the posting signs), to turn all "No Parking" signs around so that they face the opposite direction.

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- Companies must provide adequate detour and directional signage when street closures are in place, conforming as much as possible to current LADOT standards and practices. Detour routes must accommodate large, semi and tractor trailer trucks.

- The Arts District is home to many art gallery openings and live, local theater. When the following locations are directly impacted, notification is required if in conflict with a scheduled event at the Downtown Playhouse (929 E. 2nd Street 213-626-6909) and Art Share LA (801 E. 4th Place 213-687-4278).

- Productions filming near residential buildings after midnight or before 6:00am are required to notify designated representatives of the proposed activity. Contact information for building representatives will be made available on request from the community filming liaison (Jonathan Jerald 213-814-7164).

- Crew with walkie-talkies must wear headsets when filming after 12:00 am and before 6:00 am.

- Changeable Message Signs (CMS) will be required on the day(s) of filming activity that requires a full closure on the 1st, 4th and 6th Street Bridges. CalTrans/LADOT approved notification signs are sufficient and must be in place in advance of filming activity and must include the dates and times of closures.

- Cast/Crew are not permitted to park on the area streets. Off-street parking must be provided for personal vehicles.

- Generators are to be placed as far away from residential buildings as possible. Placement will be considered on a case-by-case basis.

- Production companies are required to completely remove all trash, food, cardboard boxes, etc. from the general vicinity at the end of each filming day. Production companies will be held responsible for the actions of the catering companies they employ to provide food for the cast and crew.

- Food should not be given directly to the homeless persons in the area. Production companies wishing to help the homeless should do so though one of the service providers in the downtown area.

- FilmL.A will monitor frequency and look for ways to mitigate the impacts of filming prior to placing a location off limits.

- Unless a signature survey is completed, the west side of Mateo Street between 4th Place and Palmetto Street must be kept clear of equipment, vehicles, condors and lights. This area, however, may be used for camera placement between the hours of 7:00 am and 10:00 pm only.

- When filming take place after 10:00 pm or before 7:00 am, generators are to be placed as far as possible away from residential buildings and lights are to be screened to avoid disturbing nearby residents.

- The Molino Loft buildings (500 and 530 Molino Street) and Marc Free should be notified (310-871-2652) for filming activity or parking restrictions along 4th Place between Molino and Mateo [the curve].

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- Due to the mixed use nature of the neighborhood, productions wishing to utilize space along the west side of Santa Fe Ave. between 2nd and 3rd Streets and the north side of 3rd Street from Santa Fe Avenue to west 100 feet must obtain a signature from Valerie Mitchell or designated representative (213-687-3987).

- Frequent filming in the area of Vignes and 2nd Streets along with the high demand for parking in the area requires that posted "No Parking" on Vignes Street between 1st Street and 2nd Street shall be limited to no more than 200 feet, unless alternate parking or notification are provided to a designated representative from the building.

- The area near 3rd and Traction Avenue is home to many small businesses that have greatly helped to develop the area. In order to be sensitive to these businesses it is necessary for production companies to obtain signatures from the following businesses when there are filming activities or parking on the 700 block of 3rd Street between Traction Avenue and Hewitt Street: Zip Fusion- Jason Ha (744 E. 3rd Street, 213-680-3770); Lakich Studio-Lily Lakich (704 Traction Avenue, 213-620-8641); Ay Carrumba (714 Traction Avenue, 213-620-0274); Wurstkuche Sausage Grill- Joseph Petruzulli (800 E 3rd St, 213-667-4444); Blue Dahlia (738 E 3rd St, 213 613-0621)

- Outdoor food preparation using charcoal or gas grills must be at least 100 feet away from any residential building.

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